ATTACHMENT 1

CERTIFICATE DISCLOSURE OF OWNERSHIP/PRINCIPALS

1. Definitions

"Agency" means the City of Las Vegas Redevelopment Agency.

"City Council" means the governing body of the City of Las Vegas acting as the Board of Directors for the City of Las Vegas Redevelopment Agency.

"Development Entity" means the entity which is seeking to enter into a contract or agreement with the City of Las Vegas Las Vegas Redevelopment Agency.

"Principal" means, for each type of business organization, the following: (a) sole proprietorship – the owner of the business; (b) corporation – the directors and officers of the corporation; but not any branch managers of offices which are a part of the corporation; (c) partnership – the general partner and limited partners; (d) limited liability company – the managing member as well as all the other members.

2. Policy

In accordance with Resolution 79-99 and 105-99 adopted by the City Council, Development Entities seeking to enter into certain contracts or agreements with the Agency must disclose information regarding ownership interests and principals. Such disclosure generally is required in conjunction with a Request for Proposals (RFP). In other cases, such disclosure must be made prior to the execution of a contract or agreement with the Agency.

3. Instructions

The disclosure required by the Resolutions referenced above shall be made through the completion and execution of this Certificate. The Development Entity shall complete Block 1, Block 2, and Block 3. The Development Entity shall complete either Block 4 or its alternate in Block 5. Specific information, which must be provided, is highlighted. An Officer or other official authorized to contractually bind the Development Entity shall sign and date the Certificate, and such signing shall be notarized.

4. Incorporation

This Certificate shall be incorporated into the resulting contract or agreement, if any, between the Agency and the Development Entity. Upon execution of such contract or agreement, the Development Entity is under a continuing obligation to notify the Agency in writing of any material changes to the information in this Certificate. This notification shall be made within fifteen (15) days of the change. Failure to notify the Agency of any material change may result, at the option of the Agency, in a default termination (in whole or in part) of the contract or agreement, and/or a withholding of payments due to the Development Entity.

CERTIFICATE – DISCLOSURE OF OWNERSHIP/PRINCIPALS (CONTINUED)

Block	Development Entity
	PALMER CITY-CORE UNION PARK HOTEL, LLC
Name	
	PALMER CITY-CORE
	UNION PARK HOTEL,
	LLC
Address	2352 Post Street
Control Control Service April Control	Suite 200
	San Francisco, CA 94115
Telephone	415-820-5200
EIN or DUNS	IN PROCESS

Block 2 Description	
Subject:Matter of Contract/Agreement	
2E5	

Block	3 Type of B	usiness				
厚	Individual	鳳	Partnership	×	Limited Liability Company	Corporation

Block 4 Disclosure of Ownership and Principals

In the space below, the Development Entity must disclose all principals (including partners) of the Development Entity, as well as persons or entities holding more than one-percent (1%) ownership interest in the Development Entity.

	FULL NAMEZITI E	BUSINESS ADDRESS	PHONE
1.	Mill Creek Hospitality LLC	34 East 61 st Street New York, New York 10021	(212) 980-0369x23
2.	City-Core Development, Inc.	2352 Post Street, Suite 200 San Francisco, California 94115	(415) 820-5200
3.	Charles R. Palmer	34 East 61 st Street New York, New York 10021	(212) 980-3563
4.	Richard H. Kaufman	2352 Post Street, Suite 200 San Francisco, California 94115	(415)820-5200×103
5.			
6.			
7.			
8.			
9.			

Block 5 Disclosure of Ownership and Principals - Alternate

If the Development Entity, or its principals or partners, are required to provide disclosure (of persons or entities holding an ownership interest) under federal law (such as disclosure required by the Securities and Exchange Commission or the Employee Retirement Income Act), a copy of such disclosure may be attached to this Certificate in lieu of providing the information set forth in Block 4 above. A description of such disclosure documents must be included below.

Name of Attached Document: Date of Attached Document:	Number of Pages;
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I certify, under penalty of perjury, that all the information provided in this Certificate is current, complete, and accurate. I further certify that I am an individual authorized to contractually bind the above named Development Entity.

Name

Subscribed and sworn to before me this 844 day of

October, 2007. Synda & Syndan Notany Public

LYNDA L.L. JORDAN COMM. #1639549 NOTARY PUBLIC - CALIFORNIA SONOMA COUNTY My Comm. Expires Jan. 20, 2010